

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT  
NASHVILLE, TENNESSEE**

October 22, 2001

**IN RE:**

<b>PETITION OF UNITED TELEPHONE-</b>	)	
<b>SOUTHEAST, INC. FOR APPROVAL OF A</b>	)	<b>DOCKET NO. 01-00698</b>
<b>MASTER INTERCONNECTION AND RESALE</b>	)	
<b>AGREEMENT BETWEEN UTSE AND ZEPHION</b>	)	
<b>NETWORKS COMMUNICATIONS, INC.</b>	)	
<b>PURSUANT TO SECTIONS 251 AND 252 OF</b>	)	
<b>THE TELECOMMUNICATIONS ACT OF 1996</b>	)	
	)	

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**ORDER APPROVING INTERCONNECTION AND RESALE AGREEMENT**

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This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition for approval of the Master Network Interconnection and Resale Agreement negotiated by and between United Telephone-Southeast, Inc. and Zephion Networks Communications, Inc. The Petition for approval of the Agreement came before the Authority pursuant to 47 U.S.C. §§ 251 and 252.


The Agreement was filed on August 8, 2001, and was considered at a regularly scheduled Authority Conference held on October 9, 2001, in Nashville, Tennessee before Chairman Sara Kyle, Director H. Lynn Greer, Jr., and Director Melvin J. Malone. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 *et seq.* Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251 and 252, the Directors unanimously approved the Agreement and made the following findings and conclusions:

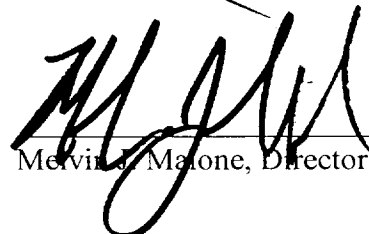
- 1) The Agreement is in the public interest as it provides consumers with alternative sources of telecommunications services within United Telephone-Southeast, Inc.'s service area;
- 2) The Agreement is not discriminatory to telecommunications service providers that are not parties thereto;
- 3) No party has sought intervention in this docket;
- 4) The Agreement satisfies the standards for approval of negotiated interconnection agreements set forth in 47 U.S.C. §§ 251 and 252; and
- 5) The Agreement is reviewable by the Authority pursuant to 47 U.S.C. §§ 251 and 252 and Tenn. Code Ann. § 65-4-104, *et seq.*

**IT IS THEREFORE ORDERED THAT:**

The Master Network Interconnection and Resale Agreement negotiated by and between United Telephone-Southeast, Inc. and Zephion Networks Communications, Inc. is approved and is subject to the review of the Authority as provided herein.

  
Sara Kyle, Chairman

  
H. Lynn Greer, Jr., Director

  
Melvin Malone, Director

ATTEST:

  
K. David Waddell, Executive Secretary